

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: Lehman Brothers Holding Inc.

Case No. 08-13555 (JMP)
Court ID (Court Use Only) _____

**NOTICE OF PARTIAL TRANSFER OF CLAIMS OTHER THAN FOR SECURITY
PURSUANT TO BANKRUPTCY RULE 3001(E)(2)**


CLAIMS HAVE BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. §1111(a). Pursuant to Bankruptcy Rule 3001(e)(2), Transferee hereby gives notice of the partial transfer, other than for security, of the claims referenced herein.

<u>Name of Transferee:</u> Goldman Sachs Lending Partners LLC	<u>Name of Transferor:</u> Panning Master Fund, L.P.
Notices to Transferee should be sent to: Goldman Sachs Lending Partners LLC c/o Goldman, Sachs & Co. 30 Hudson Street, 5th Floor Jersey City, NJ 07302 Phone: 212.934.3921, Fax: 646.769.7700 Attn: Michelle Latzoni, Email: gsd.link@gs.com	Court Record Address of the Transferor: (Court use only)
Last Four Digits of Acct. #:	Last Four Digits of Acct. #:
Name and Address where transferee payments should be sent (if different from above):	Name and Current Address of Transferor Panning Master Fund, LP 510 Madison Ave, 24th Floor New York, NY 10022 Attn : Robert Bowers Email : robert@panningcapital.com Tel: 212-916-1896; Fax: 212-916-1861
<u>Transferred Claim Amount:</u> \$25,000,000.00	<i>This is a partial transfer of claim.</i>
<u>Court Claim No. (if known):</u> 32697	
<u>Date Claim Filed:</u>	

As set forth in the attached Evidence of Transfer of Claim, Transferor has waived to the fullest extent permitted by law any notice or right to receive notice of a hearing under Bankruptcy Rule 3001(e).

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:


Transferee's Authorized Agent

Michelle Latzoni
Authorized Signatory

4/22/15

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the
Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Commercial Paper Inc. ("Debtor")
Case No. 08-13555 (JMP)

Claim Number: 32697

PANNING MASTER FUND, L.P. its successors and assigns (collectively, "Transferor") hereby acknowledges that, for good and valuable consideration, Transferor has unconditionally and irrevocably sold, transferred and assigned to:


Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 5th Floor
Jersey City, NJ 07302
Phone: 212.934.3921, Fax: 646.769.7700
Attn: Michelle Latzoni, Email: gsd.link@gs.com

its successors and assigns ("Transferee") all rights, title and interest in and to the claim of Transferor in the liquidated principal amount of **\$25,000,000.00** (the "Claim") against Lehman Brothers Holdings Inc., a Debtor in Case No. 08-13555 in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Transferor hereby waives any objection to the transfer of the Claim to Transferee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Transferor acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Transferor transferring the Claim to Transferee and recognizing the Transferee as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Transferee.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated April 29, 2015.

By: 
Name: William M. Kelly
Title: Authorized Signatory